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RECORDATION NO. 19582-D FILED 1426

JAN - 9 1997 - 2 30 PM

January 9, 1997

BY HAND

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Room 2214
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for filing and recordation pursuant to 49 U.S.C. § 11301 are one original and two executed counterparts of a Notice of Name Change of MK Rail Corporation to MotivePower Industries, Inc., a secondary document. The primary document to which it relates is the Collateral Assignment and Agreement (Locomotive Leases) recorded on August 31, 1995 under Recordation No. 19582. It relates to the railroad equipment and leases identified in the primary document, to the extent not released by previously recorded secondary documents.

This Notice of Name Change does not change the leases on railroad equipment subject to the primary document or any previously recorded secondary document.

The names and addresses of the parties to the document are as follows:

Debtor/Assignor

MK Rail Corporation (former name)
1200 Reedsdale Street
Pittsburgh, PA 15233

MotivePower Industries, Inc. (new name)
1200 Reedsdale Street
Pittsburgh, PA 15233

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SURFACE TRANSPORTATION
BOARD
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Honorable Vernon A. Williams
January 9, 1997
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Please file and record the document with indexing under the foregoing names. We request that the Notice of Name Change be cross-indexed under both the former name -- MK Rail Corporation -- and the new name -- MotivePower Industries, Inc.

A fee of \$22.00 is enclosed for the recordation and an additional fee of \$22.00 is enclosed for cross-indexing. Please return the original and any extra copies not needed by the Board for recordation to the person presenting this letter.

A short summary of the document to appear in the index follows:

Notice of Name Change of MK Rail Corporation
to MotivePower Industries, Inc., effective
January 1, 1997.

Very truly yours,

Timothy M. Welsh

Attorney for MotivePower
Industries, Inc.

Enclosures

JAN - 9 1997 - 2 30 PM

NOTICE OF NAME CHANGE

PLEASE TAKE NOTICE that effective as of January 1, 1997, MK Rail Corporation has changed its name to MotivePower Industries, Inc.

By: Thomas P. Lyons
Name: Thomas P. Lyons
Title: Treasurer

ACKNOWLEDGEMENT

State of ILLINOIS ss:
County of COOK

On this 30th day of December before me personally appeared, Thomas P. Lyons, to me personally known, who being by me duly sworn, says that he is the Treasurer of MotivePower Industries, Inc. (formerly know as MK Rail Corporation), that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Seal)

Seka Jajic Kaplarevic
Notary Public

My Commission expires 5-14-97

^^^
"OFFICIAL SEAL"
Seka Jajic Kaplarevic
Notary Public, State of Illinois
My Commission Expires 5/14/97
vvv